

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

SPA CHAKRA ACQUISITION CORP.

Debtor.

Chapter 7

Case No.

**GLOBAL NOTES AND DISCLAIMERS REGARDING DEBTOR'S SCHEDULES OF  
ASSETS AND LIABILITIES AND STATEMENT OF FINANCIAL AFFAIRS**

These global notes and disclaimers (the "Global Notes") regarding the Schedules of Assets and Liabilities (the "Schedules") and Statement of Financial Affairs (the "SOFA") for Spa Chakra Acquisition Corp. (the "Debtor") are incorporated by reference in, and comprise an integral part of, the Schedules and SOFA, and should be referred to and reviewed in connection with any review of the Schedules and SOFA.

**General Notes**

1. The Schedules and SOFA have been prepared by the Debtor's management and are unaudited. While management of the Debtor has made every effort to ensure that the Schedules and SOFA are accurate and complete based on information that was available at the time of preparation, the subsequent receipt of information may result in material changes to the financial data contained in the Schedules and SOFA, and inadvertent errors or omissions may exist. To the extent the Debtor discovers a material error or omission, or become aware of additional information that may suggest a material difference, the Debtor will amend the Schedules and SOFA to reflect such changes. Accordingly, the Debtor does not make any representation or warranty as to the completeness or accuracy of the information set forth herein and reserve all rights to amend the Schedules and SOFA as may be necessary or appropriate.
2. All amounts are listed in the Schedules and SOFA as of August 24, 2010 (the "Petition Date"), the date that the Debtor commenced its chapter 7 case in the Bankruptcy Court for the Southern District of New York
3. To close the books and records of the Debtor as of the Petition Date, management was required to make estimates and assumptions that affect the reported amounts of assets and liabilities.
4. The Debtor has sought to discover and properly classify all claims and interests in this case, and to list all claims and interests against this estate accurately and completely. The Debtor reserves the right to file, at any time, a supplement or amendment to the Schedules and SOFA as it deems appropriate. All parties are encouraged to inform the Debtor or its counsel should they believe any part of these Schedules and SOFA to be inaccurate, incomplete, or in need of supplementation in any way.

# United States Bankruptcy Court

In re Spa Chakra Acquisition Corp.,  
Debtor

Case No. \_\_\_\_\_

Chapter 7

## SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	No	1	\$ 0.00		
B - Personal Property	Yes	5	\$ 282,969.28		
C - Property Claimed as Exempt	No	1			
D - Creditors Holding Secured Claims	Yes	1		\$ 4,103,225.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	No	2		\$ 0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	4		\$ 965,024.94	
G - Executory Contracts and Unexpired Leases	Yes	10			
H - Codebtors	No	1			
I - Current Income of Individual Debtor(s)	No	0			\$
J - Current Expenditures of Individual Debtors(s)	No	0			\$
<b>TOTAL</b>		25	\$ 282,969.28	\$ 5,068,249.94	

In re Spa Chakra Acquisition Corp.  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "X" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.	X			
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.		Silicon Valley Oper. A/C #33006955646 \$600 Silicon Valley Oper. A/C #3300695631 0 Silicon Valley Merchant A/C #3300695627 0 Chase Operating A/C #873344543 0		600.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		Waldorf-Astoria NY, NY \$41,667 Hilton San Francisco, CA \$ 8,333		50,000.00
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			

In re Spa Chakra Acquisition Corp.  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X	See Attached List.		
13. Stock and interests in incorporated and unincorporated businesses. Itemize.				
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable.				
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A -- Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			

SCHEDULE B – PERSONAL PROPERTY  
LIST 13 – STOCK AND INTERESTS IN INCORPORATED AND UNINCORPORATED  
BUSINESSES

DESCRIPTION AND LOCATION OF PROPERTY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY
Acqua di Parma Blu Med Yacht Club Costa Smeralda Via della Marina 07021 Porto Cervo Italy	Unknown
Guerlain Spa RESIDENCE BEL-AIR L3, Club Bel-Air Peak Wing 58 Bel-Air Peak Avenue Island South, Hong Kong	Unknown
Guerlain Spa SHILLA SEOUL 202, 2-ga Jangchung-Dong, Jung-Gu Seoul 100-856 Korea	Unknown
Guerlain Spa SHILLA JEJU 3039-3 Saekdal-Dong, Seogwipo-Se Jeju-Do 697-130 Korea	Unknown

In re Spa Chakra Acquisition Corp.,  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.		Computers, office furniture - Spa Chakra 663 Fifth Avenue, 8th Floor New York, NY 10022		27,080.00
30. Inventory.		See Attached List.		205,289.28
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			
5 continuation sheets attached Total▶				\$ 282,969.28

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

**SCHEDULE B – PERSONAL PROPERTY**  
**LIST 30 – INVENTORY**

<b>DESCRIPTION AND LOCATION OF PROPERTY</b>	<b>CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY</b>
SPA CHAKRA ON FIFTH 663 Fifth Ave., 8th Floor New York, NY 10022  Retail products of Guerlain and June Jacobs	\$37,066.48
WALDORF=ASTORIA - Boutique 301 Park Avenue New York, NY 10022 USA  Retail products of Guerlain and June Jacobs	\$56,045.00
WALDORF=ASTORIA 301 Park Avenue New York, NY 10022 USA  Retail products of Guerlain and June Jacobs	\$16,685.82
HILTON SAN FRANCISCO 333 O'Farrell Street San Francisco, CA 94102 USA  Retail products of Guerlain and June Jacobs	\$4,290.19
CONRAD INDIANAPOLIS 50 W Washington Street Indianapolis, IN 46204 USA  Retail products of Guerlain and June Jacobs	\$28,494.01
PALMER HOUSE HILTON 17 E. Monroe Chicago, IL 60603  Retail products of Guerlain and June Jacobs	\$26,782.57
SPA CHAKRA MARINA DEL RAY 4375 Admiralty Way Marina Del Ray, CA 90292  Retail products of Guerlain and June Jacobs	\$35,925.21
Total	\$205,289.28

In re Spa Chakra Acquisition Corp.,  
Debtor

Case No. \_\_\_\_\_  
(If known)

## SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:  
(Check one box)

- ☐ 11 U.S.C. § 522(b)(2)  
☐ 11 U.S.C. § 522(b)(3)

- ☐ Check if debtor claims a homestead exemption that exceeds \$146,450.\*

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTION
None.			

\* Amount subject to adjustment on 4/1/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.



In re Spa Chakra Acquisition Corp.  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Code debtor," include the entity on the appropriate schedule of creditors, and complete Schedule H – Code debtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.



Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.			Revolving Loan					
Hercules Technology II LP Legal Dept. 400 Hamilton Ave, Ste 310 Palo Alto, CA 94301			VALUE \$ 0.00				3,515,000.00	0.00
ACCOUNT NO.			Lien on equipment					
Alliance Leasing 120 Madison Steet Tower II 17th Floor Syracuse, NY 13202			VALUE \$ 10,000.00				5,130.00	0.00
ACCOUNT NO.			First Lien on company assets					
Sterling Lease 500 Seventh Avenue New York, NY 10018			VALUE \$ 20,000.00				583,095.00	0.00
Subtotal ► (Total of this page)							\$ 4,103,225.00	\$ 0.00
Total ► (Use only on last page)							\$ 4,103,225.00	\$ 0.00

0 continuation sheets  
attached

(Report also on Summary of  
Schedules.)

(If applicable, report  
also on Statistical  
Summary of Certain  
Liabilities and Related  
Data.)

In re Spa Chakra Acquisition Corp.,  
DebtorCase No. \_\_\_\_\_  
(if known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☒ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

☐ **Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re Spa Chakra Acquisition Corp.,  
Debtor

Case No. \_\_\_\_\_  
(if known)

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,600\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☐ **Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

*\* Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

0 continuation sheets attached

In re Spa Chakra Acquisition Corp.,  
DebtorCase No. \_\_\_\_\_  
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data..

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
See Attached List.							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
Subtotal ►							\$ 965,024.94
Total ►							\$ 965,024.94

3 continuation sheets attached

(Use only on last page of the completed Schedule F.)  
(Report also on Summary of Schedules and, if applicable, on the Statistical  
Summary of Certain Liabilities and Related Data.)

**SCHEDULE F -- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**





In re Spa Chakra Acquisition Corp.,  
DebtorCase No. \_\_\_\_\_  
(if known)**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
See Attached List.	



# SCHEDULE G

## EXECUTORY CONTRACTS AND UNEXPIRED LEASES

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL, REAL PROPERTY, STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
Circle Block Partners, LLC C/O Kite Realty Group Trust 30 Meridian Street, Suite 1100 Indianapolis, IN 46204	Spa Chakra in the Conrad Hotel, Indianapolis Indiana – lease and assignment
Hilton Hotels Corporation Hilton Worldwide 7930 Jones Branch Drive McLean, VA 22101	Guerlain Spa, Waldorf Astoria, New York, New York – lease and assignment
Hilton Hotels Corporation Hilton Worldwide 7930 Jones Branch Drive McLean, VA 22101	Guerlain Spa, Waldorf Astoria, New York, New York; Spa Chakra, Palmer House Hotel, Chicago, Illinois; Spa Chakra in the Conrad Hotel, Indianapolis Indiana – management agreement
Thor Palmer House Hotel & Shops, LLC 139 Fifth Avenue, Third Floor New York, NY 10010  Hilton Hotels Corporation 7930 Jones Branch Drive McLean, VA 22101	Spa Chakra, Palmer House Hotel, Chicago, Illinois – spa lease and assignment

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL, REAL PROPERTY, STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
<p>Thor Palmer House Hotel &amp; Shops, LLC 139 Fifth Avenue, Third Floor New York, NY 10010</p> <p>Hilton Hotels Corporation 7930 Jones Branch Drive McLean, VA 22101</p>	<p>Spa Chakra, Palmer House Hotel, Chicago, Illinois – fitness lease and assignment</p>
<p>Ritz Carlton Hotel Company, LLC 4445 Willard Avenue, Suite 800 Chevy Chase, MD 20815 Attn: Deputy General Counsel</p>	<p>Marina del Rey – Spa Service Management Agreement</p>
<p>Hilton Reservations Worldwide 2050 Chennault Drive Attention: Finance Carrollton, TX</p>	<p>Tampa Call Center Lease and Assignment</p>
<p>Sator Realty, Inc. 700 Castle Road Seacaucus, NJ 07094</p> <p>c/o Cozen O'Connor 45 Broadway New York, NY 10006 Attention: Richard Berney</p>	<p>Spa Chakra on Fifth – lease and assignment</p>
<p>Hilton Hotels Corporation</p>	<p>Nourish by Spa Chakra, Hilton San Francisco – lease and assignment</p>

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL, REAL PROPERTY, STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
Hilton Worldwide 7930 Jones Branch Drive McLean, VA 22101	
Vieques Hotel Partners c/o The Carroll Adams Group 605 E. Robinson Street-Suite 410 Orlando, FL 32801 Attn: Ted Carroll Nathaly Aldana	Spa Chakra, W Hotel, Vieques, Puerto Rico – letter agreement regarding spa management
Acqua di Parma Via Ripamonti 99 Milan 20141 Italy Attention: Gabriella Scarpa	Spa Master Agreement and assignment
Guerlain, S.A. 68 Avenue des Champ-Elysees 75008 Paris, France  Legal Department 125 Rue de President Wilson 92-593 Levallois-Perrett	Spa Master Agreement and assignment
Living Social Hungry Machine, Inc., d/b/a Living Social 829 7 <sup>th</sup> Street, NW, 3 <sup>rd</sup> Floor Washington, DC 20001	Online sale – Chicago, Guerlain Spa - Waldorf Astoria, San Francisco

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL, REAL PROPERTY, STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
Ideeli, Inc., 148 Lafayette Street, 10 <sup>th</sup> Floor New York, NY 10013	Online Sale – Spa Chakra 5 <sup>th</sup> Avenue, Indianapolis, Chicago, San Francisco
Groupon Inc., 600 West Chicago Ave., Suite 620 Chicago, IL 60610	Online Sale - Spa Chakra 5 <sup>th</sup> Avenue, Indianapolis, Chicago, Marina del Rey, San Francisco
Half Off 33255 Bainbridge Rd. Solon, OH 44139	Online Sale – Chicago, San Francisco
AFCO Department 0809 PO Box 120001 Dallas, TX 75312	Insurance Agreement
Alliance Leasing, Inc. 120 Madison Street, 17 <sup>th</sup> floor Syracuse, NY 13202	Equipment Lease
AppSite Hosting Bank of America 14985 Collection Center Chicago, IL 60693	Vendor Agreement
Chakra Ventures I, LLC 111 West 57 <sup>th</sup> Street Suite 1400	License Agreement

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New York, New York 1019	
Dynamic Air Conditioning 25-70 Ulmer Street, 2 <sup>nd</sup> floor Flushing, NY 11534	Vendor Agreement
Gilt Inc. 40 West 20 <sup>th</sup> Street New York, NY 10011	Vendor Agreement
Hilton Hotels Corporation c/o Hilton Worldwide 7930 Jones Branch Drive McLean, VA 22101	Consulting Design and Operations Management Agreement, dated March 16, 2007
IBM Corporation PO Box 64300 Pittsburgh, PA 15264	IBM/Cognos Vendor Agreement
Ideeli.com 148 LaFayette Street, 10 <sup>th</sup> floor New York, NY	Vendor Agreement
Ladkeland Bank Leasing Operations 250 Oak Ridge Road Oak Ridge, NJ 07438	Equipment Lease
Liverpool Carting Co., Inc.	Vendor Agreement

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5 Bruckner Blvd. Bronx, NY 10454	
Next Jump Nation 261 Fifth Avenue, 8 <sup>th</sup> floor New York, NY 10016	Vendor Agreement
Rue La La 20 Channel Center, 3 <sup>rd</sup> floor Boston, MA 02210	Vendor Agreement
PCM Technologies 2804 Center Circle Drive Downers Grove, IL 60515	Vendor Agreement
Time Warner Cable of NYC PO Box 9227 Uniondale, NY 11555	Vendor Agreement
Time Warner Cable of NYC 5120 Broadway New York, NY	Vendor Agreement
Top Hat Imagewear 49 North Franklin Street Suite LL Hempstead, NY 11550	Vendor Agreement

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Wonderful Signs & Creative 59 Chrystie Street, #305 New York, NY 10002	Vendor Agreement
XO Communications Service 13865 Sunrise Valley Drive Herndon, VA 20171	Vendor Agreement
Manhattan Linen 252 Green Street S. Hackensack, NJ 07606	Services Agreement
Suvara 220 Fort Salonga Road Suite 301G Northport, NY 11768	Services Agreement
Damone Roberts Beverly Hills, Inc. 9669 Wilshire, Blvd Beverly Hills, CA 90210	Services Agreement
Philadelphia 231 St. Asaph's Rd., Suite 100 Bala Cynwyd, PA 19004-0950	Commercial Package- PHPK543935 - 03/16/10-11
Philadelphia 231 St. Asaph's Rd., Suite 100 Bala Cynwyd, PA 19004-0950	Excess Liability - PHUB301615 - 03/16/10-11

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Security National 5800 Lombardo Center Cleveland, OH 44131-2550  Crump Insurance Services 199 Water Street 28 <sup>th</sup> floor New York, NY 10038	Workers Compensation - SWC1001470 - 07/23/10-11
Technology Insurance 5800 Lombardo Center Cleveland, OH 44131-2550  Crump Insurance Services 199 Water Street 28 <sup>th</sup> floor New York, NY 10038	Workers Compensation - TWC3250684 - 07/23/10-11
RSUI Indemnity Company  Broker: Crump Insurance Services 50 California Street, Suite 2000 San Francisco, CA 94111	EPL Policy - NHP636604 – expires 3-29-11
Southern Insurance Company PO Box 2329 Omaha, NE 68103	Workers Compensation - FCD0006345-03 – 12/13/2010



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<p>American International Company, Ltd. 29 Richmond Road Pembroke, HM 152 Bermuda</p> <p>Dominian Insurance 370 Park Street Suite 8 Moraga, CA 94556</p>	<p>Professional Liability – 11888534 – expires 10/20/2010</p>

In re Spa Chakra Acquisition Corp.,  
DebtorCase No. \_\_\_\_\_  
(if known)**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☒ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR

B6 Declaration (Official Form 6 - Declaration) (12/07)

In re Spa Chakra Acquisition Corp.,  
DebtorCase No. \_\_\_\_\_  
(if known)**DECLARATION CONCERNING DEBTOR'S SCHEDULES****DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR**

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of \_\_\_\_\_ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date \_\_\_\_\_

Signature: \_\_\_\_\_  
Debtor

Date \_\_\_\_\_

Signature: \_\_\_\_\_  
(Joint Debtor, if any)

[If joint case, both spouses must sign.]

**DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h) and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(n) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required by that section.

Printed or Typed Name and Title, if any,  
of Bankruptcy Petition PreparerSocial Security No.  
(Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Address \_\_\_\_\_

X \_\_\_\_\_  
Signature of Bankruptcy Petition Preparer

Date \_\_\_\_\_

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document, unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Interim CEO [the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership] of the \_\_\_\_\_ [corporation or partnership] named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 26 sheets (Total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date 8/24/10

Signature: Kevin Grossman  
Kevin Grossman, Interim Chief Executive Officer  
[Print or type name of individual signing on behalf of debtor.]

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.